

Exhibit 2

FIRST AMENDMENT
OF
REVENUE POOLING AGREEMENT

Adirondack Transit Lines, Inc., d/b/a Adirondack Trailways, and its corporate affiliates, Pine Hill - Kingston Bus Corp., d/b/a Pine Hill Trailways, and Passenger Bus Corporation, d/b/a New York Trailways, New York corporations maintaining their principle office at 411 Washington Avenue, Kingston, New York 12401 (together "ADT"), on the one hand, and, on the other, Greyhound Lines, Inc. a Delaware corporation maintaining its principle office at 15110 North Dallas Parkway, Dallas, Texas 75148, and its wholly owned subsidiary, Vermont Transit Co., Inc., a Vermont corporation maintaining its principle office at 135 St. Paul Street, Burlington, Vermont 05401 (together "GLI"), having entered into a Revenue Pooling Agreement, approved, pursuant to 49 U.S.C. 14302, by the Surface Transportation Board in Decision STB No. MC-F-20910, ADIRONDACK TRANSIT LINES, INC., PINE HILL - KINGSTON BUS CORP., AND PASSENGER BUS CORPORATION - POOLING - GREYHOUND LINES, INC., AND VERMONT TRANSIT CO., INC., served December 18, 1997, and intending that it should be amended, subject to the approval of the Surface Transportation Board, if required, agree:

(A) That paragraph 19, Successors and Assigns, sub-paragraph b, shall be, and is hereby, amended to read, as follows:

19. Successors and Assigns.

b. As used herein, a "Permitted Transaction" shall mean: (A) a merger, transfer or asset sale between a party and one of its wholly owned subsidiaries or its direct or indirect parent, so long as there is no effective change in ownership of the party; and (B) in the case of GLI, any sale or transfer of capital stock, so long as not more than eighty percent (80%) of such capital stock, that constitutes voting stock, is acquired by any person, entity or "group" (the term "group" shall be as defined in Section 13d-5 of the 1934 Act), except that the acquisition of all of GLI's capital stock by Laidlaw, Inc., pursuant to a

merger transaction shall be deemed to be a Permitted Transaction; and (C) in the case ADT, the transfer of any capital stock: (i) among or between existing shareholders of the party; or (ii) to one or more persons listed in Exhibit 9 to this Agreement (each a "Person"), or to any trust or custodial account for the sole benefit of such Person(s), or (iii) in accordance with applicable laws of descent and distribution.

(B) That in all other respects the terms and conditions of the Revenue Pooling Agreement shall continue in effect.

IN WITNESS WHEREOF, the Parties hereto have executed this Agreement as of the day and year herein written.

For: Adirondack Transit Lines, Inc.

Date: 7/15/99

By: _____
Name: Eugene J. Berardi, Jr.
Signature: Eugene J. Berardi, Jr.
Title: President

For: Greyhound Lines, Inc.

Date: _____

By: _____
Name: _____
Signature: _____
Title: _____

For: Pine Hill - Kingston Bus Corp.

Date: 7/15/99

By: _____
Name: Eugene J. Berardi, Jr.
Signature: Eugene J. Berardi, Jr.
Title: President

For: Vermont Transit Co., Inc.

Date: _____

By: _____
Name: _____
Signature: _____
Title: _____

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For: Adirondack Transit Lines, Inc.

Date: _____

By: _____

Name: _____

Signature: _____

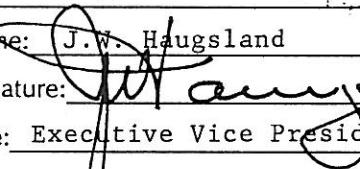
Title: _____

For: Greyhound Lines, Inc.

Date: July 15, 1999

By: Greyhound Lines, Inc.

Name: J.W. Haugsland

Signature: 

Title: Executive Vice President/Chief Operating Officer

For: Pine Hill - Kingston Bus Corp.

Date: _____

By: _____

Name: _____

Signature: _____

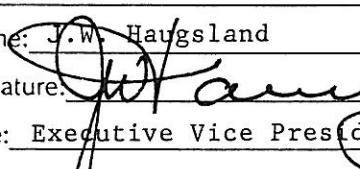
Title: _____

For: Vermont Transit Co., Inc.

Date: July 15, 1999

By: Vermont Transit Co., Inc.

Name: J.W. Haugsland

Signature: 

Title: Executive Vice President/Chief Operating Officer

For: Passenger Bus Corporation

Date: 7/15/99

By: _____

Name: Eugene V. Bernacki, Jr.

Signature: Eugene V. Bernacki, Jr.

Title: President